

**Ken and Linda Lay**  
**Balance Sheet Comparison**  
**June 30, 2000**

	<u>5/31/00</u>	<u>6/30/00</u>	<u>Variance</u>	
Current Assets	4,275,942	4,646,852	370,910	New TCW Accounts
Marketable Investments				
Com & Pref Stocks	143,891,543	136,428,801	(7,462,742)	ENE dec. \$8.375 from pr. Mo.; New TCW Accts-\$1M Cash & from sale, eVelocity Corp.
Executive Stock Options	135,153,475	111,627,137	(23,526,338)	ENE dec. \$8.375 from pr. Mo.
Bonds	236,075	298,606	62,531	Photofete.com note
Mutual Funds	14,896,774	13,467,619	(1,429,155)	Sold some TCW Select Equity & Aggressive Growth shares
Partnerships (Family)*	53,905,585	47,962,388	(5,943,197)	ENE dec. \$8.375 from pr. Mo.; CPQ dec. \$.625 from pr. Mo.
Long Term Investments	38,189,728	39,301,084	1,111,356	Chase Ptrs, Lazard Tech Pts, Vanguard II
Retirement/Deferred Assets	61,556,102	60,366,344	(1,189,758)	ENE dec. \$8.375 from pr. Mo.;
Personal Non Earning Assets	2,579,775	2,659,604	79,829	
Current Liabilities	(63,583,460)	(71,402,844)	(7,819,384)	\$2,750,000 add'l to Manulife, new investments, interest exp
Long Term Liabilities	(104,622,281)	(89,860,778)	14,761,503	Decrease in Def. Tax Liability as a result of dec stock opt value
Business Liabilities	<u>(195,047)</u>	<u>(206,299)</u>	<u>(11,252)</u>	
<b>NET WORTH</b>	<u><u>\$ 286,284,212</u></u>	<u><u>\$ 255,288,514</u></u>	<u>(30,995,698)</u>	

**CONTINGENT LIABILITIES:**

Ken and Linda have guaranteed a mortgage in the amount of \$900,000 maturing on January 1, 2014 with an interest rate of 6.88% at Bank of America for their daughter, Robyn Vermeil. This loan is collateralized by property appraised at \$965,000 as of December 9, 1998.

Ken has also guaranteed three unsecured notes in the amounts of \$183,900 maturing on Aug. 27, 2000 and \$101,319 plus \$145,374 maturing on Sept. 25, 2000 (totaling \$246,693) at an interest rate of 30-Day LIBOR +1.5% at Bank of America for his sister, Sharon Lay.

Linda has guaranteed a note secured by a 2000 Toyota Avalon in the amount of \$26,949.

The outstanding commitments for various investments equal \$ 19,686,270.

\* Value based on FMV of partnership assets. No discount for partnership interest is shown.

LAY-G39 0089

**List of Outstanding Commitments**  
As of June 30, 2000

<b>PERSONAL</b>	<b>Total Commitment</b>	<b>Total Invested</b>	<b>Outstanding Commitment</b>
Capricorn Investors II LP	500,000	476,415	23,585
Capricorn Investors III LP	750,000	284,672	465,328
Carson Private European Fund	1,500,000	1,050,000	450,000
Chase Cap Ptrs Private Eq Fund	5,000,000	767,010	4,232,990
Corporate Opportunities Funds	750,000	225,000	525,000
Environmental Opportunities Fund	500,000	475,000	25,000
Environmental Opportunities II Fund	400,000	168,000	232,000
Lazard Technology Partners II LP	1,000,000	142,633	857,367
Vanguard VII LP	3,000,000	300,000	2,700,000
Westbridge Ventures, L.P.	1,000,000		1,000,000
<b>SUBTOTAL</b>	<b>\$ 14,400,000</b>	<b>\$ 3,888,730</b>	<b>\$ 10,511,270</b>

List of Scheduled Commitments:

Houston NFL Holdings	11,675,000	2,500,000	9,175,000
(Offset by Credit Facility at Bank of Am)			
<b>TOTAL</b>	<b>\$ 26,075,000</b>	<b>\$ 6,388,730</b>	<b>\$ 19,686,270</b>

<b>KLL &amp; LPL INVESTMENTS, LTD.</b>	<b>Total Commitment</b>	<b>Total Invested</b>	<b>Outstanding Commitment</b>
Capricorn Investors III LP	250,000	94,891	155,109
Carson Private Capital IV (Hicks Muse)	1,000,000	900,000	100,000
DLJ Millennium Partners LP	250,000	237,500	12,500
G S Private Equity Partners LP	2,000,000	1,221,889	778,111
Lazard Technology Partners II LP	500,000	71,318	428,682
Sevin Rosen VI Affiliates	50,000	37,500	12,500
TCW/Hines Emerging Markets R E	1,000,000	150,186	849,814
TCW Taiwain Special Opportunity II	500,000	500,000	-
Vanguard VII LP	2,000,000	200,000	1,800,000
Westbridge Ventures, L.P.	500,000		500,000
<b>TOTAL</b>	<b>\$ 8,050,000</b>	<b>\$ 3,413,284</b>	<b>\$ 4,636,716</b>

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Kenneth L. & Linda P. Lay  
BALANCE SHEET ANALYSIS  
As of: June 30, 2000

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
<u>ASSETS</u>			
CURRENT ASSETS			
Cash on Hand:			
CASH ON HAND/BJONES	52.43	.0%	.0
CASH ON HAND/SK	35.89	.0%	.0
CASH ON HAND/PSTOKES	1,943.62	.0%	.0
CASH ON HAND/MSTURGIS	198.18	.0%	.0
CASH ON HAND/LEONA	381.63	.0%	.0
CASH ON HAND/PRAKER	300.00	.0%	.0
Total Cash on Hand:	<u>2,911.75</u>	.0%	.0
Checking Accounts:			
BANK OF AMERICA 0707	81,266.60	.0%	.0
BANK OF AMER/LPL PROP	12,443.23	.0%	.0
BANK OF AMER/STOKES	3,252.53	.0%	.0
CHASE BANK CHECKING	94.50	.0%	.0
VECTRA BANK	4,903.90	.0%	.0
UNITY 109-900	4,901.66	.0%	.0
Total Checking Accounts:	<u>106,862.42</u>	.0%	.0
Money Market Accounts:			
WASHINGTON DC ACCT	90,000.00	.0%	.0
Total Money Market Accounts:	<u>90,000.00</u>	.0%	.0
Brokerage Accounts:			
CHARLES SCH-CAPROCK/SCH-CR	56,126.58	.0%	.0
GOLDMAN SACHS/GS-61	49,203.39	.0%	.0
GOLDMAN SACHS/GS-42	78,681.06	.0%	.0
PAINE WEBBER MMA/PW-KLL	10,452.78	.0%	.0
PAINE WEBBER CYPRESS/PW-98	-140.06	.0%	.0
PAINE WEBBER HB/PW-38	44,580.16	.0%	.0
SANDERS MORRIS MMA/SMH-JT	.98	.0%	.0
TCW CONC CORE ACCT	50,325.64	.0%	.0
TCW MID CAP ACCT	105,918.09	.0%	.0
WATERHOUSE SEC-MMA/WSI	1,050.67	.0%	.0
Total Brokerage Accounts:	<u>396,199.29</u>	.1%	.1
Savings Accounts:			
ENRON CREDIT UNION/KLL	44.85	.0%	.0
Total Savings Accounts:	<u>44.85</u>	.0%	.0
Treasury Bills:			
SAVINGS BONDS	2,400.00	.0%	.0
Total Treasury Bills:	<u>2,400.00</u>	.0%	.0

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
<b>Short-term Receivables:</b>			
ACCT RECV-TDH	410,000.00	.1%	.1
ACCT RECV-TDH (AVALON)	171,550.04	.0%	.0
ACCT RECV-MKL	190,278.26	.0%	.0
ACCT RECV-RENT DEP (#1000)	2,102.08	.0%	.0
ACCT RECV-S. HOBBS	112,500.00	.0%	.0
ACCT RECV-D. HOBBS	112,500.00	.0%	.0
ACCT RECV-RRH	20,000.00	.0%	.0
ACCT RECV-RRH (DICKEY)	135,000.00	.0%	.0
ACCT RECV-BJONES	106,362.45	.0%	.0
ACCT RECV-RV	84,643.00	.0%	.0
ACCT RECV-JAL	7,878.89	.0%	.0
ACCT RECV-ROBERTS/BLOODWOR	19,380.80	.0%	.0
ACCT RECV-E MCELROY	4,250.00	.0%	.0
ACCT RECV-RANDY GRAY	100,000.00	.0%	.0
ACCT RECV-S. ADARO	3,200.00	.0%	.0
ACCT RECV-Y2K ENERGY CO.	1,110,000.00	.3%	.3
Total Short-term Receivables:	<u>2,589,645.52</u>	.6%	.6
<b>Notes Receivable:</b>			
FAM PTRNS ANNUITY-2/KLL	730,081.17	.2%	.2
FAM PTRNS ANNUITY-2/LPL	728,707.10	.2%	.2
Total Notes Receivable:	<u>1,458,788.27</u>	.4%	.4
TOTAL CURRENT ASSETS	<u>4,646,852.10</u>	1.1	1.1
<b>MARKETABLE INVESTMENTS</b>			
Enron Corp.	\$ 102,393,750.00		
Common Stock	9,840,225.47		
Fayez Sarofim Mgmt.-Com	3,389,399.88		
Sanders Morris Mundy-Com	1,368,808.38		
Cypress Asset Mgmt.-Com.	4,022,422.26		
Goldman Sachs-Com	2,375,843.06		
Goldman Sachs-Internet	1,292,645.65		
Caprock Capital Advisors	959,232.44		
Harris Bretall	769,988.47		
PaineWebber Core Hold.	3,479,387.82		
TCW Core Equity	867,600.55		
TCW Mid Cap Equity	3,263,754.21		
Preferred Stocks	2,405,743.25		

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Vested Exec Stock Options:			
CPQ ESO 4-97 5000SH (98)	47,665.00	.0%	.0
CPQ ESO 4-97 25000SH (99)	238,325.00	.1%	.1
CPQ ESO 4-97 4370SH	76,662.91	.0%	.0
CPQ ESO 4-98 2,424 SHS	26,962.15	.0%	.0
CPQ ESO 4-99 2,953 SHS	40,494.49	.0%	.0
CPQ ESO 4-99 12500 SH (00)	23,412.50	.0%	.0
ENE ESO 2-94 168,000 SHS	8,022,000.00	1.9	1.9
ENE ESO 2-94 146,400 SHS	6,954,000.00	1.7	1.7
ENE ESO 12-94 65,230 SHS	3,212,577.50	.8%	.8
ENE ESO 12-95 203,140 SHS	9,230,681.60	2.2	2.2
ENE ESO 1-96 147,700 SHS	6,811,924.00	1.6	1.6
ENE ESO 12-96 118,620 SHS	5,093,542.80	1.2	1.2
ENE ESO 1-97 113,090 SHS	4,778,052.50	1.1	1.2
ENE ESO 1-97 935,000 SHS	40,027,350.00	9.6	9.7
ENE ESO 1-98 95,388 SHS	4,239,042.72	1.0	1.0
ENE ESO 12-98 590,650 SHS	10,622,876.22	2.5	2.6
ENE ESO 12-99 325,000SHS	8,875,750.00	2.1	2.1
ENE ESO 1-00 192,309SHS	3,305,791.71	.8%	.8
ENE ESO 2-00 13 SHS	26.00	.0%	.0
Total Vested Exec Stock Options:	<u>111,627,137.10</u>	26.8	27.0
Corporate Bond-Convertibl:			
LAKEWOOD SPORT CONV/SMH-JT	52,250.00	.0%	.0
LAKEWOOD SPORT-1/SMH-JT	52,250.00	.0%	.0
LAKEWOOD SPRT CONV2/SMH-JT	30,041.00	.0%	.0
EARTHCARE CO DEB/SMH-JT	100,000.00	.0%	.0
EARTHCARE CO 1534SH/SMH-JT	1,534.00	.0%	.0
EARTHCARE CO 2531SH/SMH-JT	2,531.00	.0%	.0
PHOTOFETE.COM CONVERT NOTE	60,000.00	.0%	.0
Total Corporate Bond-Convertibl:	<u>298,606.00</u>	.1%	.1
Mutual Funds:			
GS 1999 EXCH FND/GS	7,501,560.66	1.8	1.8
MUNDER NET 14389SH/PW-94	1,007,661.67	.2%	.2
PW STRATEGY FUND/PW-94	903,000.00	.2%	.2
TCW SELECT EQUITIES FUND	1,050,953.96	.3%	.3
TCW AGRESSIVE GRWTH/NB	969,691.50	.2%	.2
TCW AGRESS GRWTH LT	122,908.97	.0%	.0
TCW SMALL GROWTH FUND	1,911,842.10	.5%	.5
Total Mutual Funds:	<u>13,467,618.86</u>	3.2	3.3

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Partnerships-other:			
KLL & LPL INVESTMENT PTRNS	46,738,759.00	11.2	11.3
KLL & LPL FAMILY PTRNS	1,223,629.00	.3%	.3
Total Partnerships-other:	47,962,388.00	11.5	11.6
TOTAL MARKETABLE INVESTMENTS	309,784,551.40	74.3	74.8
LONG-TERM INVESTMENTS			
Residence:			
REAL ESTATE/HUNTINGDON	9,867,108.05	2.4	2.4
REAL ESTATE/LOOSCAN	1,303,370.33	.3%	.3
Total Residence:	11,170,478.38	2.7	2.7
Real Estate Other Homes:			
REAL ESTATE/ASPEN	2,863,697.02	.7%	.7
REAL ESTATE/B-3431	447,544.79	.1%	.1
REAL ESTATE/SPRING ST	5,335,805.29	1.3	1.3
PIRATES' COVE LOTS	299,742.66	.1%	.1
REAL ESTATE/B-3429	695,917.34	.2%	.2
REAL ESTATE/B-3433	859,357.60	.2%	.2
REAL ESTATE/REBA	492,639.61	.1%	.1
REAL ESTATE/CREEKSTONE LOT	1,679,069.25	.4%	.4
REAL ESTATE/WESTGATE	283,195.50	.1%	.1
REAL ESTATE/2514 AVALON	283,421.38	.1%	.1
Total Real Estate Other Homes:	13,240,390.44	3.2	3.2
Real Estate Active Rental:			
REAL ESTATE/1741SR	147,309.00	.0%	.0
REAL ESTATE/1852MAR	104,044.97	.0%	.0
REAL ESTATE/1856MAR	173,048.67	.0%	.0
REAL ESTATE/1918SR	243,875.17	.1%	.1
REAL ESTATE/KINGS	190,000.00	.0%	.0
REAL ESTATE/VIKING	60,000.00	.0%	.0
REAL ESTATE/MEXICO MO	240,026.00	.1%	.1
Total Real Estate Active Rental:	1,158,303.81	.3%	.3
Real Estate Passive:			
BLENHEIM APARTS, LTD.	225,000.00	.1%	.1
COLORADO OASIS LTD.	223,448.00	.1%	.1
CREEKSTONE SOUTH RICE PTRS	291,800.00	.1%	.1
DYMATION APARTMENTS, LTD	22,422.00	.0%	.0
LAKE CHARLES APTS., LTD.	240,000.00	.1%	.1
JESTER APTS PARTNERS,LP	470,413.00	.1%	.1
TRAILSIDE APTS, LTD.	500,000.00	.1%	.1
MILAND INVESTMENTS LLC	640,370.60	.2%	.2

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J.T.FAM,SR. INVEST., LTD.	262,798.00	.1%	.1
W.E. TRADE INVESTMENTS LTD	246,727.00	.1%	.1
W.AREHAUSENLOT INV LTD	113,342.00	.0%	.0
Total Real Estate Passive:	<u>3,236,320.60</u>	.8%	.8
Farming Interests:			
11ACRES ILLINOIS	4,500.00	.0%	.0
Total Farming Interests:	<u>4,500.00</u>	.0%	.0
Other Investment-Passive:			
BROADWING, LLC	100,000.00	.0%	.0
CAPRICORN INVESTORS II LP	594,955.00	.1%	.1
CAPRICORN INVESTORS III	286,024.00	.1%	.1
CARSON PRIV CAP EUROPE LP	1,025,818.00	.2%	.2
CARSON LEGEND LP	250,000.00	.1%	.1
CHASE CAP PTRS PRV FUND	810,019.42	.2%	.2
CORPORATE OPPT FUND/SMH-JT	264,000.00	.1%	.1
CHAMPION L.L.C/SMH-JT	100,000.00	.0%	.0
CON-EQUIP LLC/SMH-JT	100,000.00	.0%	.0
CON-EQUIP II LLC/SMH-JT	43,600.00	.0%	.0
ENVIR OPP 500,000SH/SMH-JT	289,000.00	.1%	.1
ENVIRON OPP FUND II/SMH-JT	107,600.00	.0%	.0
ETERNITY, INC.	150,000.00	.0%	.0
HOUSTON NFL HOLDINGS 2.5%	2,500,000.00	.6%	.6
KESTREL VENTURES, LLC	42,441.59	.0%	.0
LAZARD TECH PTRS II LP	142,633.00	.0%	.0
MV PTRNS-CYBER DIALOGUE	346,500.00	.1%	.1
SANDERS OPPORT FUND/SMH-JT	538,500.00	.1%	.1
TACONIC CAPITAL PTRS LP	2,500,000.00	.6%	.6
VANGUARD VII LP	300,000.00	.1%	.1
Total Other Investment-Passive:	<u>10,491,091.01</u>	2.5	2.5
TOTAL LONG-TERM INVESTMENTS	<u>39,301,084.24</u>	9.4	9.5
RETIREMENT/DEFERRED ASSETS			
IRA:			
PAINE WEBBER-IRA/KLL-PW	67,670.96	.0%	.0
Total IRA:	<u>67,670.96</u>	.0%	.0
IRA/Spouse:			
PAINE WEBBER-IRA/LPL-PW	67,756.63	.0%	.0
Total IRA/Spouse:	<u>67,756.63</u>	.0%	.0
Retirement Plan:			
ENRON-RETIREMENT	4,093,696.00	1.0	1.0
ENRON SAVINGS RO/PW401K	5,264,296.50	1.3	1.3

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ENRON SAV RO MMA/PW401K	31,099.05	.0%	.0
KEOGH MMA/PW-02	2,313.00	.0%	.0
KEOGH MUNDER TECH/PW-02	479,275.98	.1%	.1
ENRON SAVINGS 401(K)	1,181,174.31	.3%	.3
FID GROWTH CO 401(K)/KLL	27,071.59	.0%	.0
FID OTC 401(K)/KLL	18,060.40	.0%	.0
FID OVERSEAS 401(K)/KLL	25,086.11	.0%	.0
FID MAGELLAN 401(K)/KLL	62,289.26	.0%	.0
MANULIFE ANN KLL/PW-R	5,670,724.00	1.4	1.4
MANULIFE ANN LPL/PW-R	4,771,474.00	1.1	1.2
Total Retirement Plan:	<u>21,626,560.20</u>	5.2	5.2
Deferred Compensat'n Plan:			
HNG PLAN-85	69,670.00	.0%	.0
ENRON DEFERRED COMP-85	3,529,400.68	.8%	.9
ENRON DEFERRED COMP-94	1,113,281.13	.3%	.3
ENRON PHANTOM STOCK DEF	32,295,497.66	7.7	7.8
ELI LILLY DEFERRED COMP	1,596,506.37	.4%	.4
Total Deferred Compensat'n Plan:	<u>38,604,355.84</u>	9.3	9.3
TOTAL RETIREMENT/DEFERRED ASSETS	<u>60,366,343.63</u>	14.5	14.6
TOTAL WORKING ASSETS	<u>414,098,831.37</u>	99.4	100.0

## PERSONAL/NON-EARNING ASSET

## Automobile(s):

90 JEEP WRANGLER	6,825.00	.0%
92 4WD JEEP CHEROKEE	11,750.00	.0%
93 MERCEDES 600SL	63,975.00	.0%
95 LT SUBURBAN CHEVY	21,365.22	.0%
96 RANGE ROVER	43,525.00	.0%
99 MERCEDES ML430	52,693.33	.0%
97 SUBURBAN CHEVY	29,893.30	.0%
00 MERCEDES S500V	98,701.59	.0%
00 MERCEDES ML55	73,348.19	.0%
00 MERCEDES G500 LWB	149,176.18	.0%
00 YELLOW JEEP WRANGLER	23,259.26	.0%
00 SILVER JEEP WRANGLER	23,303.14	.0%
00 RED JEEP WRANGLER	22,450.70	.0%
Total Automobile(s):	<u>620,265.91</u>	.1%

## Home Furnishings:

HOME FURNISHINGS/HUNT	1,208,097.66	.3%
HOME FURNISHINGS/LOOSCAN	42,025.59	.0%
HOME FURNISHINGS/ASPEN	138,984.11	.0%
HOME FURNISHINGS/B-3431	163,984.20	.0%
HOME FURNISHINGS/B-3429	80,833.15	.0%



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HOME FURNISHINGS/B-3433	101,410.86	.0%	
HOME FURNISHINGS/SPRING	183,939.89	.0%	
Total Home Furnishings:	<u>1,919,275.46</u>	.5%	
Other Vehicles & Equip:			
BW 21' OUTRAGE BOAT	49,327.00	.0%	
DUFFY 18' ELECTRIC BOAT	14,131.25	.0%	
HURRICANE 19'	22,695.14	.0%	
SPIRIT CANOE	406.43	.0%	
SUPER SPORT BOAT 1997	33,502.74	.0%	
Total Other Vehicles & Equip:	<u>120,062.56</u>	.0%	
TOTAL PERSONAL/NON-EARNING ASSET	<u>2,659,603.93</u>	.6%	
TOTAL ASSETS	<u>416,758,435.30</u>	100.0	

LIABILITIES

CURRENT LIABILITIES

Credit Cards:

AMER. EXPRESS/RL	-26,018.06	.0%	.0
AMERICAN EXPRESS	-41,495.95	.0%	.0
MASTERCARD 5551	4,272.72	.0%	.0
NEIMAN MARCUS 1314	-46,658.66	.0%	.0
NEIMAN MARCUS 7487	-213.57	.0%	.0
VISA GOLD 4151	5,244.87	.0%	.0
Total Credit Cards:	<u>-104,868.65</u>	.0%	.0

Notes Payable:

CHASE BANK LOC	6,867,000.00	1.6	1.7
COMPASS BANK LOC	5,689,871.12	1.4	1.4
ENRON CORP. LOAN	4,000,000.00	1.0	1.0
BANK OF AMER \$37.5M NON	28,731,891.70	6.9	6.9
PAINE WEBBER-LOC/PW-97	15,366,844.05	3.7	3.7
ACCT PAYABLE (ST)-ENRON	339,673.93	.1%	.1
Total Notes Payable:	<u>60,995,280.80</u>	14.6	14.7

Security Deposits:

SEC DEPOSIT/Z-1918SR	1,550.20	.0%	.0
SEC DEPOSIT/Z-1856MAR	125.00	.0%	.0
SEC DEPOSIT/Z-MCDUF	150.00	.0%	.0
Total Security Deposits:	<u>1,825.20</u>	.0%	.0

Margin Acct Liability:

PAINE WEBBER MARGIN/PW-99	1,583,432.12	.4%	.4
PAINE WEBBER MARGIN/PW-94	8,927,174.90	2.1	2.2
Total Margin Acct Liability:	<u>10,510,607.02</u>	2.5	2.5

**Kenneth L. & Linda P. Lay**  
**BALANCE SHEET ANALYSIS**  
**As of: June 30, 2000**

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
TOTAL CURRENT LIABILITIES	71,402,844.37	17.1	17.2
LONG-TERM LIABILITIES			
Home Mortgage:			
BANK OF AMER/LOOSCAN	621,303.01	.1%	.2
BANK OF AMER/HUNTINGDON	4,393,532.18	1.1	1.1
BANK OF AMER/HUNT #2 LIEN	493,159.56	.1%	.1
BANK OF AMER/HUNT #3 LIEN	494,186.07	.1%	.1
Total Home Mortgage:	6,002,180.82	1.4	1.4
Other Real Estate Mtge:			
BANK OF AMER/ASPEN	1,519,637.47	.4%	.4
CITICORP MORTGAGE/B-3431	202,233.17	.0%	.0
BANK OF AMER/LOTS	99,193.57	.0%	.0
BANK OF AMER/B-3429	243,264.81	.1%	.1
BANK OF AMER/B-3433	528,946.82	.1%	.1
BANK OF AMER/REBA	321,524.81	.1%	.1
BANK OF AMER/2514 AVALON	225,000.00	.1%	.1
BANK OF AMER/CREEKSTONE	1,200,000.00	.3%	.3
BANK OF AM/SPRING ST	4,298,844.44	1.0	1.0
Total Other Real Estate Mtge:	8,638,645.09	2.1	2.1
Investment Liabilities:			
BANK OF AMER/WESTGATE LOT	191,250.00	.0%	.0
BK OF AM/CREDIT FACILITY	2,500,000.00	.6%	.6
Total Investment Liabilities:	2,691,250.00	.6%	.6
Deferred Tax Liabilities:			
DEF TAX LIAB-STK OPT ONLY	72,528,702.40	17.4	17.5
Total Deferred Tax Liabilities:	72,528,702.40	17.4	17.5
TOTAL LONG-TERM LIABILITIES	89,860,778.31	21.6	21.7
BUSINESS LIABILITIES			
Employer Taxes/Bus:			
FICA WITHHELD-EE (TX)	45,935.85	.0%	.0
FICA WITHHELD-LPL EE(TX)	6,029.00	.0%	.0
FIT WITHHELD-EE (TX)	91,341.90	.0%	.0
FIT WITHHELD-LPL EE(TX)	10,292.00	.0%	.0
SIT WITHHELD-EE (MO)	355.20	.0%	.0
SIT WITHHELD-EE (HH-CO)	378.00	.0%	.0
Total Employer Taxes/Bus:	154,331.95	.0%	.0
Accrued FICA Tax/Business:			
FICA PAYABLE-ER (TX)	45,937.72	.0%	.0
FICA PAYABLE-LPL ER(TX)	6,029.00	.0%	.0

July 18, 2000

Kenneth L. & Linda P. Lay  
BALANCE SHEET ANALYSIS  
As of: June 30, 2000

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Total Accrued FICA Tax/Business:	51,966.72	.0%	.0
TOTAL BUSINESS LIABILITIES	<u>206,298.67</u>	.0%	.0
TOTAL LIABILITIES	<u>161,469,921.35</u>	38.7	39.0
<u>NET WORTH</u>			
TOTAL NET WORTH	<u>255,288,513.95</u>	61.3	61.6
TOTAL LIABILITIES AND NET WORTH	<u>416,758,435.30</u>	100.0	